

F 97000005811

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Tactics, Incorporated
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

W97-17218 p-523

<u>Patti Blaylock</u>	000002248050--3
(Name of Person)	-07/25/97--01087--001
<u>Tactics, Incorporated</u>	*****70.00 *****70.00
(Firm/Company)	
<u>1800 Century Blvd, NE Ste. 1450</u>	000002248050--3
(Address)	-11/04/97--01076--001
	***1165.00 ***1165.00
<u>Atlanta, GA 30345</u>	
(City/State/Zip)	

Should you need to call someone concerning this matter, please call:

Patti Blaylock/Rick Goodloe at (404) 248.1226
(Name of Person) (Area Code & Daytime Telephone Number)

W
11/3

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 25, 1997

PATTI BLAYLOCK
TACTICS, INCORPORATED
1800 CENTURY BLVD NE STE 1450
ATLANTA, GA 30345

SUBJECT: TACTICS, INCORPORATED
Ref. Number: W97000017218

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We have received your document for TACTICS, INCORPORATED and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1,165.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 297A00037792

**MINUTES OF ACTION OF
BOARD OF DIRECTORS OF
TACTICS, INCORPORATED
TAKEN BY UNANIMOUS WRITTEN CONSENT
IN LIEU OF MEETING**

Pursuant to Section 14-2-821 of the Georgia Business Corporation Code, we, the undersigned Directors of TACTICS, Incorporated (the "Corporation"), do hereby unanimously consent to and adopt the following resolutions, which action shall have the same force and effect as if taken by unanimous affirmative vote at a meeting of the Board of Directors of said Corporation, duly called and held pursuant to applicable provisions of the Georgia Business Corporation Code, and direct that the written consent to such action shall be filed with the minutes of the proceedings of the Directors of the Corporation.

WHEREAS, the Florida Department of State has refused to permit the Corporation to qualify to transact business as a foreign corporation using the Corporation's legal name, because of an alleged conflict with a trademark that has been registered in Florida; and


WHEREAS, the Florida Department of State is willing to permit the Corporation to qualify to transact business if it adopts the alternate name "TACTICS of Georgia, Incorporated" for use in the State of Florida.

RESOLVED, that the Corporation hereby adopts the name "TACTICS of Georgia, Incorporated" for use in the State of Florida.

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IN WITNESS WHEREOF, each member of the Board of Directors has signed
these Minutes effective as of August 21, 1997.

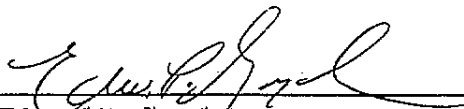
DIRECTORS:

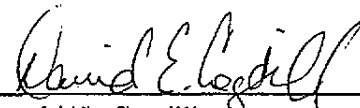

Dewey A. Blaylock


Patti R. Blaylock


Virginia M. Blaylock


Terry L. Hamberger


Edward P. Gogol


David E. Cogdill

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Tactics, Incorporated
(Name of corporation; must include the work "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Georgia 3. 58-2031372
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 1991 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 09/01/96
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1800 Century Blvd, NE Ste 1450
Atlanta, GA 30345
(Current mailing address)

8. Computer Software Consulting & Hardware Sales
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

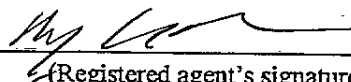
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Dewey Blaylock

Office Address: 5850 T.G. Lee Blvd. Ste. 650
Orlando, Florida, 32822
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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DIVISION OF CORPORATIONS
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12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Dewey Blaylock

Address: 1800 Century Blvd. NE , Ste. 1450 Atlanta, GA 30345

Vice Chairman: Terry Hamberger

Address: 1800 Century Blvd NE, Ste. Atlanta, GA 30345

Director: Patti Blaylock

Address: 1800 Century Blvd, NE Ste. 1450
Atlanta, GA 30345

Director: Ed Gogol

Address: 1800 Century Blvd NE Ste. 1450
Atlanta, GA 30345

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B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Dewey Blaylock

Address: 1800 Century Blvd NE Ste. 1450
Atlanta, GA 30345

Vice President: Terry Hamberger

Address: 1800 Century Blvd NE Ste. 1450
Atlanta, GA 30345

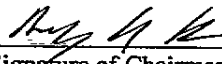
Secretary: Ginger Blaylock

Address: 1800 Century Blvd NE Ste. 1450
Atlanta, GA 30345

Treasurer: Patti Blaylock

Address: 1800 Century Blvd NE Ste 1450
Atlanta, GA 30345

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Dewey Blaylock, Chairman
(Typed or printed name and capacity of person signing application)

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Ginger Blaylock

Address: 1800 Century Blvd NE Ste. 1450

Atlanta, GA 30345

Director: David Cogdill

Address: 1800 Century Blvd NE Ste. 1450

Atlanta, GA 30345

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: _____

Address: _____

Vice President: Ed Gogol

Address: 1800 Century Blvd NE Ste. 1450

Atlanta, GA 30345

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Dewey Blaylock, Chairman

(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS
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Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 971330042
CONTROL NUMBER : 9120732
DATE INC/AUTH/FILED: 11/19/1991
JURISDICTION : GEORGIA
PRINT DATE : 05/29/1997
FORM NUMBER : 211

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DIVISION OF CORPORATIONS
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RICK GOODLOE
1800 CENTURY BLVD.
SUITE 1450
ATLANTA, GA 30345

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

TACTICS, INCORPORATED
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Lewis A. Massey

Lewis A. Massey
Secretary of State